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STATUTORY AND GENERAL INFORMATION

A. FURTHER INFORMATION ABOUT OUR GROUP

1. Incorporation

Our Company was incorporated as an exempted company with limited liability in Cayman Islands on July 20, 2018. Our registered office address is at PO Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman KY1-1205, Cayman Islands. Accordingly, our Company’s current corporate structure and Memorandum and Articles are subject to the relevant laws of the Cayman Islands. A summary of our Memorandum and Articles is set out in “Appendix III—Summary of the Constitution of Our Company and Cayman Islands Companies Law.”

Our registered place of business in Hong Kong is at Room 1901, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong. We were registered as a non-Hong Kong company under Part 16 of the Companies Ordinance on January 27, 2021 with the Registrar of Companies in Hong Kong. Ms. Chan Lok Yee has been appointed as the authorized representative of our Company for the acceptance of service of process in Hong Kong. The address for service of process in Hong Kong is at Room 1901, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong.

2. Changes in the share capital of our Company

Our Company was incorporated as an exempted company with limited liability in Cayman Islands on July 20, 2018 with an authorized share capital of US\$50,000 divided into 500,000,000 ordinary shares with a par value of US\$0.0001 each.

Save as disclosed in the section headed “History, Reorganization and Corporate Structure” there has been no alteration in the share capital of our Company since its incorporation.

3. Changes in the share capital of our subsidiaries and Consolidated Affiliated Entities

A summary of the corporate information and the particulars of our subsidiaries is set out in Note 1.2 to the Accountant’s Report as set out in the Appendix I to this document.

Yunkang Health

On January 29, 2021, the registered capital of Yunkang Health increased from RMB50,000,000 to RMB50,505,100.

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Yunkang Medical Laboratory

On July 28, 2020, Yunkang Medical Laboratory was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB2,000,000.

Yunkang Precision Medical

On January 27, 2021, Guangzhou Yunkang Precision Medical Technology Service Co., Ltd. (廣州雲康精準醫療科技服務有限公司) (“**Yunkang Precision Medical**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB5,000,000.

Yunkang Life Health

On April 28, 2021, Sichuan Yunkang Life Health Technology Co., Ltd. (四川芸康生命健康科技有限公司) (“**Yunkang Life Health**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB100 million.

Dongguan Yunteng

On May 12, 2021, Dongguan Yunteng Technology Service Co., Ltd. (東莞雲騰科技服務有限公司) (“**Dongguan Yunteng**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB5,000,000.

Yunkang Xinchuan

On May 13, 2021, Sichuan Yunkang Xinchuan Health Technology Co., Ltd. (四川雲康新川健康科技有限公司) (“**Yunkang Xinchuan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB100 million.

Guangzhou Yunlu

On June 22, 2021, Guangzhou Yunlu Technology Service Co., Ltd. (廣州雲鷺技術服務有限公司) (“**Guangzhou Yunlu**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB5,000,000.

Huizhou Yunyi

On June 23, 2021, Huizhou Yunyi Technology Service Co., Ltd. (惠州雲翳技術服務有限公司) (“**Huizhou Yunyi**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB5,000,000.

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Jinan Yunkang

On July 16, 2021, Jinan Yunkang Daan Medical Laboratory Co., Ltd. (山東雲康達安醫學檢驗實驗室有限公司) (previously known as Shandong Yunkang Daan Medical Laboratory Co., Ltd.) (“**Jinan Yunkang**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Shenzhen Yunkang Daan

On July 20, 2021, Shenzhen Yunkang Daan Medical Laboratory Co., Ltd. (深圳雲康達安醫學檢驗實驗室) (“**Shenzhen Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB100,000.

Guangxi Yunkang Daan

On July 30, 2021, Guangxi Yunkang Daan Medical Laboratory Co., Ltd. (廣西雲康達安醫學檢驗有限公司) (“**Guangxi Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB100 million.

Dongguan Yunkang Daan

On September 28, 2021, Dongguan Yunkang Daan Medical Laboratory Co., Ltd. (東莞雲康達安醫學檢驗有限公司) (“**Dongguan Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Huizhou Yunkang Daan

On October 29, 2021, Huizhou Yunkang Daan Medical Laboratory Co., Ltd. (惠州雲康達安醫學檢驗有限公司) (“**Huizhou Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Guangzhou Baiyun Yunkang Daan

On November 3, 2021, Guangzhou Baiyun Yunkang Daan Medical Laboratory Co., Ltd. (廣州白雲雲康達安醫學檢驗實驗室有限公司) (“**Guangzhou Baiyun Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB20 million.

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Shenzhen Nanke

On November 10, 2021, Shenzhen Nanke Yunkang Technology Development Co., Ltd. (深圳南科雲康科技發展有限公司) (“**Shenzhen Nanke**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Shantou Yunkang Daan

On November 12, 2021, Shantou Yunkang Daan Medical Laboratory Co., Ltd. (汕頭雲康達安醫學檢驗實驗室有限公司) (“**Shantou Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Guiyang Yunkang Daan

On November 19, 2021, Guiyang Yunkang Daan Medical Laboratory Co., Ltd. (貴陽雲康達安醫學檢驗有限公司) (“**Guiyang Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB100 million.

Foshan Yunkang Daan

On November 22, 2021, Foshan Yunkang Daan Medical Laboratory Co., Ltd. (佛山雲康達安醫學檢驗有限公司) (“**Foshan Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Zhuhai Yunkang Daan

On November 29, 2021, Zhuhai Yunkang Daan Medical Laboratory Co., Ltd. (珠海雲康達安醫學檢驗有限公司) (“**Zhuhai Yunkang Daan**”) was established in the PRC as a limited liability company. As of the date of its establishment, its registered capital was RMB10 million.

Save as disclosed above, there has been no alternation in the registered capital or share capital of our subsidiaries that took place within two years immediately preceding the date of this document.

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4. Written Resolutions Passed by Our Shareholders on February 20, 2022 and April 20, 2022

Written resolutions of the Shareholders of our Company were passed on February 20, 2022 and April 20, 2022, pursuant to which, among others:

- (a) conditional on (1) the [REDACTED] granting [REDACTED] of, and permission to [REDACTED], the Shares in issue and to be issued as stated in this document and such [REDACTED] and permission not subsequently having been revoked prior to the commencement of [REDACTED]; (2) the [REDACTED] having been determined; (3) the obligations of the [REDACTED] under the [REDACTED] becoming unconditional and not being terminated in accordance with the terms of the [REDACTED] or otherwise, in each case on or before such dates as may be specified in the [REDACTED]; and (4) the [REDACTED] having been duly executed by the [REDACTED] and our Company:
 - (i) the [REDACTED] was approved, and the proposed [REDACTED] under the [REDACTED] were approved, and our Board was authorized to determine the [REDACTED] for, and to allot and issue the [REDACTED];
 - (ii) the [REDACTED] was approved and our Directors were authorized to effect the same and to allot and issue up to [REDACTED] Shares upon the exercise of the [REDACTED];
 - (iii) conditional on the [REDACTED] becoming unconditional, a general mandate was given to our Directors to exercise all powers of our Company to allot, issue and [REDACTED] or securities convertible into Shares and to make or grant [REDACTED], agreements or options (including any warrants, bonds, notes and debentures conferring any rights to [REDACTED] or otherwise [REDACTED]) which might require Shares to be allotted and issued or [REDACTED] subject to the requirement that the aggregate nominal value of our Shares so allotted and issued or agreed conditionally or unconditionally to be allotted and issued, otherwise than by way of the [REDACTED], rights issue or pursuant to the exercise of any [REDACTED] rights attaching to any warrants which may be allotted and issued by our Company from time to time or [REDACTED] and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association on a specific authority granted by our Shareholders in a general meeting, shall not exceed the sum of (i) 20% of the aggregate nominal value of our Shares in issue immediately following the completion of the [REDACTED] (but excluding any Shares which may be issued pursuant to the exercise of the [REDACTED]); and (ii) the aggregate nominal amount of the share capital of our Company purchased by our Company pursuant to the authority granted to our Directors as referred to in (a)(v) below;

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- (iv) conditional on the [REDACTED] becoming unconditional, a general mandate (the "**Repurchase Mandate**") was given to our Directors to exercise all powers of our Company to repurchase its own Shares on the Stock Exchange or on any other stock exchange on which the securities of our Company may be listed and which is recognized by the SFC and the Stock Exchange for this purpose, in accordance with all applicable laws and the requirement of the Listing Rules such number of Shares as will represent up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the [REDACTED]; and
 - (v) the general mandate as mentioned in paragraph (iii) above was extended by the addition to the aggregate nominal value of our Shares which may be allotted and issued or agreed to be allotted and issued by our Directors pursuant to such general mandate of an amount representing the aggregate nominal value of our Shares purchased by our Company pursuant to the mandate to purchase Shares referred to in paragraph (iv) above (up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the [REDACTED]); and
- (b) our Company conditionally approved and adopted the Memorandum and Articles of Association with effect from the [REDACTED].

Each of the general mandates referred to in paragraphs (a)(iii), (a)(vi) and (a)(v) above will remain in effect until whichever is the earliest of:

- the conclusion of the next annual general meeting of our Company;
- the expiration of the period within which the next annual general meeting of our Company is required to be held by any applicable law or the Articles; or
- the time when such mandate is revoked or varied by an ordinary resolution of the Shareholders in a general meeting.

5. Repurchase of Our Own Securities

The following paragraphs include, among others, certain information required by the Stock Exchange to be included in this document concerning the repurchase of our own securities.

(a) *Provision of the Listing Rules*

The Listing Rules permit companies with a primary listing on the Stock Exchange to repurchase their own securities on the Stock Exchange subject to certain restrictions, the most important of which are summarized below:

(i) *Shareholder's approval*

All proposed repurchases of securities (which must be fully paid up in the case of shares) by a company with a primary listing on the Stock Exchange must be approved in advance by an ordinary resolution of the shareholders in a general meeting, either by way of general mandate or by specific approval of a particular transaction.

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Pursuant to a resolution passed by our Shareholders on February 20, 2022, the Repurchase Mandate was given to our Directors authorizing them to exercise all powers of our Company to repurchase Shares on the Stock Exchange, or on any other stock exchange on which the securities of our Company may be listed and which is recognized by the SFC and the Stock Exchange for this purpose, with a total nominal value up to 10% of the aggregate nominal value of our Shares in issue immediately following the completion of the [REDACTED] with such mandate to expire at the earliest of (i) the conclusion of the next annual general meeting of our Company (unless otherwise renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions), (ii) the expiration of the period within which our Company's next annual general meeting is required by the Articles of Association or any other applicable laws to be held, and (iii) the date on which it is varied or revoked by an ordinary resolution of our Shareholders in a general meeting.

(ii) Source of funds

Purchases must be funded out of funds legally available for the purpose in accordance with the Memorandum and Articles and the applicable laws and regulations of Hong Kong and the Cayman Islands. A listed company may not purchase its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time. As a matter of Cayman law, any purchases by our Company may be made out of profits or out of the proceeds of a new issue of shares made for the purpose of the purchase or from sums standing to the credit of our share premium account or out of capital, if so authorized by the Articles and subject to the Cayman Companies Act. Any premium payable on the purchase over the par value of the shares to be purchased must have been provided for out of profits or from sums standing to the credit of our share premium account or out of capital, if so authorized by the Articles and subject to the Cayman Companies Act.

(iii) Trading restrictions

The total number of shares which a listed company may repurchase on the Stock Exchange is the number of shares representing up to a maximum of 10% of the aggregate number of shares in issue.

A company may not issue or announce a proposed issue of new securities for a period of 30 days immediately following a repurchase (other than an issue of securities pursuant to an exercise of warrants, share options or similar instruments requiring the company to issue securities which were outstanding prior to such repurchase) without the prior approval of the Stock Exchange. In addition, a listed company is prohibited from repurchasing its shares on the Stock Exchange if the purchase price is 5% or more than the average closing market price for the five preceding trading days on which its shares were traded on the Stock Exchange. The Listing Rules also prohibit a listed company from repurchasing its securities if the repurchase would result in the number of listed

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securities which are in the hands of the public falling below the relevant prescribed minimum percentage as required by the Stock Exchange. A listed company is required to procure that the broker appointed by it to effect a repurchase of securities discloses to the Stock Exchange such information with respect to the repurchase as the Stock Exchange may require.

(iv) Status of repurchased Shares

The listing of all purchased securities (whether on the Stock Exchange or otherwise) is automatically canceled and the relative certificates must be canceled and destroyed. Under the laws of the Cayman Islands, unless, prior to the purchase the directors of our Company resolve to hold the shares purchased by our Company as treasury shares, shares purchased by our Company shall be treated as canceled and the amount of our Company's issued share capital shall be diminished by the nominal value of those shares. However, the purchase of shares will not be taken as reducing the amount of the authorized share capital under Cayman Islands laws.

(v) Suspension of repurchase

A listed company may not make any repurchase of securities after a price sensitive development has occurred or has been the subject of a decision until such time as the price sensitive information has been made publicly available. In particular, during the period of one month immediately preceding the earlier of (a) the date of the board meeting (as such date is first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of a listed company's results for any year, half-year, quarterly or any other interim period (whether or not required under the Listing Rules) and (b) the deadline for publication of an announcement of a listed company's results for any year or half-year under the Listing Rules, or quarterly or any other interim period (whether or not required under the Listing Rules), the listed company may not repurchase its shares on the Stock Exchange other than in exceptional circumstances. In addition, the Stock Exchange may prohibit a repurchase of securities on the Stock Exchange if a listed company has breached the Listing Rules.

(vi) Reporting requirements

Certain information relating to repurchases of securities on the Stock Exchange or otherwise must be reported to the Stock Exchange not later than 30 minutes before the earlier of the commencement of the morning trading session or any pre-opening session on the following business day. In addition, a listed company's annual report is required to disclose details regarding repurchases of securities made during the year, including a monthly analysis of the number of securities repurchased, the purchase price per share or the highest and lowest price paid for all such repurchases, where relevant, and the aggregate prices paid.

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(vii) Core connected persons

The Listing Rules prohibit a company from knowingly purchasing securities on the Stock Exchange from a "core connected person", that is, a director, chief executive or substantial shareholder of the company or any of its subsidiaries or a close associate of any of them (as defined in the Listing Rules) and a core connected person shall not knowingly sell his securities to the company.

(b) Reasons for repurchases

Our Directors believe that it is in the best interests of our Company and Shareholders for our Directors to have a general authority from the Shareholders to enable our Company to repurchase Shares in the market. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share or [REDACTED] and will only be made where our Directors believe that such repurchases will benefit our Company and Shareholders.

(c) Funding of repurchases

Repurchase of the Shares must be funded out of funds legally available for such purpose in accordance with the Articles of Association and the applicable laws of the Cayman Islands.

Our Directors may not repurchase the Shares on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange. Subject to the foregoing, our Directors may make repurchases out of profits of the Company out of the share premium account of the Company or out of the [REDACTED] of a new issuance of shares made for the purpose of the repurchase or, if authorized by the Articles and subject to the Cayman Companies Act, out of capital and, in the case of any premium payable on the repurchase, out of profits of our Company or from sums standing to the credit of the share premium account of our Company or, if authorized by the Articles and subject to the Cayman Companies Act, out of capital.

However, our Directors do not propose to exercise the general mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of our Company or its gearing levels which, in the opinion of our Directors, are from time to time appropriate for our Company.

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(d) General

The exercise in full of the Repurchase Mandate, on the basis of 613,188,000 Shares in issue immediately following the completion of the [REDACTED], excluding any Shares which may be issued pursuant to the exercise of the [REDACTED], could accordingly result in up to approximately 613,188,000 Shares being repurchased by our Company during the period prior to the earliest of:

- the conclusion of the next annual general meeting of our Company unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions;
- the expiration of the period within which our Company's next annual general meeting is required by the Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders in a general meeting.

None of our Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their associates currently intends to sell any Shares to our Company.

Our Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Repurchase Mandate in accordance with the Listing Rules and the applicable laws in the Cayman Islands.

If, as a result of any repurchase of Shares, a Shareholder's proportionate interest in the voting rights of our Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert could obtain or consolidate control of our Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. Save as aforesaid, our Directors are not aware of any consequences which would arise under the Takeovers Code as a consequence of any repurchases pursuant to the Repurchase Mandate.

Any repurchase of Shares that results in the number of Shares held by the public being reduced to less than 25% of the Shares then in issue could only be implemented if the Stock Exchange agreed to waive the Listing Rules requirements regarding the public shareholding referred to above. It is believed that a waiver of this provision would not normally be granted other than in exceptional circumstances.

No core connected person of our Company has notified our Company that he or she has a present intention to sell Shares to our Company, or has undertaken not to do so, if the Repurchase Mandate is exercised.

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B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of material contracts

The following contracts (not being contracts entered into in the ordinary course of business) have been entered into by members of our Group within the two years preceding the date of this document and are or may be material:

- (a) a power of attorney dated December 29, 2020 entered into between WFOE and Guangzhou Huigang Investment Partnership (Limited Partnership) (廣州匯港投資合夥企業(有限合夥)) as further described in the section headed “Contractual Arrangements”;
- (b) a supplemental agreement dated February 24, 2021 entered into among WFOE, Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司), Daan Gene Co., Ltd. (中山大學達安基因股份有限公司) (currently known as 廣州達安基因股份有限公司), Zhuhai Hengqin Mouduanshan Enterprise Management Center (Limited Partnership) (珠海橫琴謀斷山企業管理中心(有限合夥)), Shenzhen Tongfu Zhongchuang Investment Management Co., Ltd. (深圳同福中創投資管理有限公司), Guangzhou Huigang Investment Partnership (Limited Partnership) (廣州匯港投資合夥企業(有限合夥)), Guangzhou Anjianxin Medical and Health Industry Equity Investment Fund (Limited Partnership) (廣州安健信醫療健康產業股權投資基金(有限合夥)), Guangzhou Guoju Venture Capital Co., Ltd. (廣州國聚創業投資有限公司), Mr. Lan Fu (蘭福) and Yujiang Anjin Venture Capital Center (Limited Partnership) (余江安進創業投資中心(有限合夥)), as further described in the section headed “Contractual Arrangements”;
- (c) a supplemental agreement dated February 24, 2021 entered into among WFOE, Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司) and Tianjin Gaoxin Yangguang Investment Co., Ltd. (天津高新陽光投資有限公司), as further described in the section headed “Contractual Arrangements”;
- (d) a supplemental agreement dated February 24, 2021 entered into among WFOE, Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司) and Beijing Heyuan Rongwei Equity Investment Center (Limited Partnership) (北京合源融微股權投資中心(有限合夥)), as further described in the section headed “Contractual Arrangements”;
- (e) a power of attorney dated February 24, 2021 entered into between Tianjin Gaoxin Yangguang Investment Co., Ltd. (天津高新陽光投資有限公司) and WFOE, as further described in the section headed “Contractual Arrangements”;

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- (f) a power of attorney dated February 24, 2021 entered into between Daan Gene Co., Ltd. (中山大學達安基因股份有限公司) (currently known as 廣州達安基因股份有限公司) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (g) a power of attorney dated February 24, 2021 entered into between Guangzhou Anjianxin Medical and Health Industry Equity Investment Fund (Limited Partnership) (廣州安健信醫療健康產業股權投資基金(有限合夥)) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (h) a power of attorney dated February 24, 2021 entered into between Guangzhou Guoju Venture Capital Co., Ltd. (廣州國聚創業投資有限公司) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (i) a power of attorney dated February 24, 2021 entered into between Guangzhou Huigang Investment Partnership (Limited Partnership) (廣州匯港投資合夥企業(有限合夥)) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (j) a power of attorney dated February 24, 2021 entered into between Beijing Heyuan Rongwei Equity Investment Center (Limited Partnership) (北京合源融微股權投資中心(有限合夥)) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (k) a power of attorney dated February 24, 2021 entered into between Mr. Lan Fu (蘭福) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (l) a power of attorney dated February 24, 2021 entered into between Zhuhai Hengqin Mouduanshan Enterprise Management Center (Limited Partnership) (珠海橫琴謀斷山企業管理中心(有限合夥)) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (m) a power of attorney dated February 24, 2021 entered into between Shenzhen Tongfu Zhongchuang Investment Management Co., Ltd. (深圳同福中創投資管理有限公司) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (n) a power of attorney dated February 24, 2021 entered into between Yujiang Anjin Venture Capital Center (Limited Partnership) (余江安進創業投資中心(有限合夥)) and WFOE, as further described in the section headed “Contractual Arrangements”;
- (o) an exclusive consultancy and service agreement dated February 4, 2022 entered into among Guiyang Yunkang Daan Medical Laboratory Co., Ltd. (貴陽雲康達安醫學檢驗有限公司), Guangxi Yunkang Daan Medical Laboratory Co., Ltd. (廣西雲康達安醫學檢驗有限公司), Shenzhen Yunkang Daan Medical Laboratory (深圳雲康達安醫學檢驗實驗室), Yunkang Lingnan (Guangzhou) Medical Health Technology Development Co., Ltd. (雲康嶺楠(廣州)醫療健康科技發展有限公司), Shanghai

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Daan Medical Laboratory Co., Ltd. (上海達安醫學檢驗所有限公司), Zhuhai Yunkang Daan Medical Laboratory Co., Ltd. (珠海雲康達安醫學檢驗有限公司), Foshan Yunkang Daan Medical Laboratory Co., Ltd. (佛山雲康達安醫學檢驗實驗室有限公司), Shantou Yunkang Daan Medical Laboratory Co., Ltd. (汕頭雲康達安醫學檢驗實驗室有限公司), Huizhou Yunkang Daan Medical Laboratory Co., Ltd. (惠州雲康達安醫學檢驗有限公司), Dongguan Yunkang Daan Medical Laboratory Co., Ltd. (東莞雲康達安醫學檢驗有限公司), Jinan Yunkang Daan Medical Laboratory Co., Ltd. (濟南雲康達安醫學檢驗實驗室有限公司), Hefei Daan Medical Laboratory Co., Ltd. (合肥達安醫學檢驗實驗室有限公司), Chengdu Gaoxin Daan Medical Laboratory Co., Ltd. (成都高新達安醫學檢驗有限公司), Jiangxi Yunkang Daan Medical Laboratory Co., Ltd. (江西雲康達安醫學檢驗實驗室有限公司), Kunming Gaoxin Daan Medical Laboratory Co., Ltd. (昆明高新達安醫學檢驗所有限公司), Guangzhou Daan Clinical Laboratory Center Co. Ltd. (廣州達安臨床檢驗中心有限公司), Guangzhou Baiyun Yunkang Daan Medical Laboratory Co., Ltd. (廣州白雲雲康達安醫學檢驗實驗室有限公司), Guangzhou Yunkang Clinic Co., Ltd. (廣州雲康門診有限公司) (collectively, the “**Operating Subsidiaries**”) and WFOE, as further described in the section headed “Contractual Arrangements”;

- (p) an exclusive option agreement dated February 4, 2022 entered into among WFOE, Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司) and the Operating Subsidiaries, as further described in the section headed “Contractual Arrangements”;
- (q) an equity pledge agreement dated February 4, 2022 entered into among WFOE, Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司) and the Operating Subsidiaries, as further described in the section headed “Contractual Arrangements”;
- (r) a shareholders’ voting rights entrustment agreement dated February 4, 2022 entered into among Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司), WFOE and the Operating Subsidiaries, as further described in the section headed “Contractual Arrangements”;
- (s) a power of attorney dated February 4, 2022 entered into between Yunkang Health Industry Investment Co., Ltd. (雲康健康產業投資股份有限公司) and WFOE, as further described in the section headed “Contractual Arrangements”;

[REDACTED]

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[REDACTED]

- (x) the Non-Competition Undertaking; and
- (y) the [REDACTED].

2. Intellectual property rights

(a) Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we consider to be or may be material to our business:

No.	Trademark	Category	Place of Registration	Registration Number	Registration Owner	Registration Date
1		5	PRC	22177609	Yilu Logistics	March 7, 2018
2		38	PRC	22178010	Yilu Logistics	March 7, 2018
3		39	PRC	22178094	Yilu Logistics	April 7, 2018
4	云康	1	PRC	13299674	Yunkang Industry	March 28, 2015
5	云康	9	PRC	13299715	Yunkang Industry	March 14, 2015
6	云康	36	PRC	13299736	Yunkang Industry	January 14, 2015
7	云康	37	PRC	13299766	Yunkang Industry	January 21, 2015
8	云康	39	PRC	13300024	Yunkang Industry	January 28, 2015
9	云康	44	PRC	16827604	Guangzhou Daan	November 28, 2016
10	云康	45	PRC	13300068	Yunkang Industry	November 28, 2016
11	云康 YUNKANG	1	PRC	30031303	Yunkang Industry	March 14, 2019
12	云康 YUNKANG	9	PRC	30016780	Yunkang Industry	March 28, 2019
13	云康 YUNKANG	36	PRC	30016409	Yunkang Industry	January 28, 2019

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No.	Trademark	Category	Place of Registration	Registration Number	Registration Owner	Registration Date
14		37	PRC	30034300	Yunkang Industry	February 14, 2019
15		38	PRC	30026848	Yunkang Industry	June 21, 2019
16		39	PRC	30016476	Yunkang Industry	January 28, 2019
17		45	PRC	30030217	Yunkang Industry	February 7, 2019
18	云康门诊	5	PRC	33136938	Yunkang Industry	July 21, 2017
19	云康门诊	10	PRC	33127293	Yunkang Industry	August 7, 2019
20	云康医学物流	42	PRC	16000694	Yunkang Industry	March 14, 2016
21		5	PRC	16773868	Yunkang Industry	October 28, 2016
22		44	PRC	16774479	Yunkang Industry	November 28, 2016
23		44	PRC	16774405	Yunkang Industry	November 28, 2016
24		42	PRC	16774204	Yunkang Industry	September 7, 2016
25		5, 10, 36, 38, 39, 42, 44	Hong Kong	305498010	the Company	May 1, 2021

(b) Patents

As of the Latest Practicable Date, we owned the following registered patents which we consider to be or may be material to our business:

No.	Patent	Type	Place of Registration	Patent Number	Registered Owner	Expiry Date
1	A method for detecting single point mutation of gene with TaqMan probe quantitative polymerase chain reaction technology	Invention	PRC	ZL200710026606.2	Guangzhou Daan	January 30, 2027

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No.	Patent	Type	Place of Registration	Patent Number	Registered Owner	Expiry Date
2	Human parainfluenza virus typing and quantitative detection kit	Invention	PRC	ZL200810027106.5	Guangzhou Daan	March 31, 2028
3	Respiratory syncytial virus real-time fluorescent PCR detection kit	Invention	PRC	ZL200810028076.X	Guangzhou Daan	May 14, 2028
4	Specimen box	Utility	PRC	ZL201420040128.6	Yunkang Industry, Guangzhou Daan	January 22, 2024
5	Dried blood piece collection device	Utility	PRC	ZL201320544714.X	Guangzhou Daan, Yunkang Industry	September 3, 2023
6	Medical inspection information unified collection equipment	Utility	PRC	ZL201420774811.2	Yunkang Health, Yunkang Industry, Guangzhou Daan, Chengdu Daan	December 9, 2024
7	Medical inspection information collection system	Utility	PRC	ZL201420774844.7	Yunkang Health, Yunkang Industry, Guangzhou Daan, Chengdu Daan	December 9, 2024
8	Drip holder	Utility	PRC	ZL201420265391.5	Yunkang Industry, Guangzhou Daan	May 22, 2024
9	Auxiliary force-receiving mechanism and inspection device containing the auxiliary force-receiving mechanism	Invention	PRC	ZL201510218422.0	Guangzhou Daan, Chengdu Daan, Shanghai Daan, Yunkang Industry	April 30, 2025
10	Auxiliary force-receiving mechanism and inspection device containing the auxiliary force-receiving mechanism	Utility	PRC	ZL201520277622.9	Guangzhou Daan, Chengdu Daan, Shanghai Daan, Yunkang Industry	April 30, 2025
11	Drying board	Utility	PRC	ZL201620772572.6	Chengdu Daan, Guangzhou Daan, Shanghai Daan, Hefei Daan	July 21, 2026
12	A cleaning device for medical equipment	Invention	PRC	ZL201510027096.5	Chengdu Daan	January 20, 2035

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No.	Patent	Type	Place of Registration	Patent Number	Registered Owner	Expiry Date
13	An intelligent safety management system for hospital case files	Invention	PRC	ZL201410626633.3	Yunkang Health	November 10, 2034
14	Detection method of drug resistance mutation in hepatitis B virus genome	Invention	PRC	ZL200410052531.1	Shanghai Daan	December 7, 2024
15	Picture classification system	Utility	PRC	ZL201922235021.2	Guangzhou Daan	December 13, 2029
16	Sample tube adapter	Utility	PRC	ZL201921294948.7	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2029
17	Slide making device	Utility	PRC	ZL201921288397.3	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2029
18	Test tube rack and its connecting parts	Utility	PRC	ZL201921289508.2	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2029
19	Sharps collection box and its cover	Utility	PRC	ZL201921300022.4	Guangzhou Daan, Hefei Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 12, 2029
20	Test tube numbering equipment	Utility	PRC	ZL201921302053.3	Guangzhou Daan, Hefei Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 12, 2029
21	Tissue wax block slice auxiliary device and tissue wax block slicer	Utility	PRC	ZL201921289542.X	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2029

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No.	Patent	Type	Place of Registration	Patent Number	Registered Owner	Expiry Date
22	Test tube capping device	Utility	PRC	ZL201921298930.4	Guangzhou Daan, Hefei Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 12, 2029
23	Computer with graphical user interface to motivate employees	Appearance design	PRC	ZL201930488727.2	Guangzhou Daan	September 5, 2029
24	A specimen box with independent temperature division zone	Utility	PRC	ZL201922015036.8	Guangzhou Daan, Zhejiang Wugu Saxin Cold Chain Technology Co., Ltd.	November 20, 2029
25	High-throughput screw biological information analysis method and device, equipment and storage medium	Invention	PRC	ZL201710619197.0	Guangzhou Daan, Chengdu Daan	July 26, 2037
26	Multifunctional sample storage box	Utility	PRC	ZL202021591131.9	Guangzhou Daan	August 4, 2030
27	Resource access method, device, computer equipment and storage medium	Invention	PRC	ZL201910150685.0	Guangzhou Daan	February 28, 2039
28	An influenza virus typing detection kit	Invention	PRC	ZL201010229496.1	Da An Gene, Chengdu Daan	July 16, 2030
29	A kit for detecting herpes simplex virus type 1 by fluorescent PCR	Invention	PRC	ZL201210014382.4	Da An Gene, Guangzhou Daan	January 16, 2032
30	Incubation box	Utility	PRC	ZL202121255343.4	Guangzhou Daan, Yunkang Health	June 4, 2031
31	Chromosome C banding method	Invention	PRC	ZL201911040181.X	Chengdu Daan, Yunkang Industry, Shanghai Daan	October 29, 2039

As of the Latest Practicable Date, we had applied for the registration of the following patents which we consider to be or may be material to our business:

No	Patent	Type	Place of Registration	Application Number	Applicant	Application Date
1	An ankylosing spondylitis remote consultation sharing platform and use method thereof	Invention	PRC	201710465223.9	Guangzhou Hekang Medical Technology Co., Ltd., Guangzhou Daan, The Third Affiliated Hospital of Sun Yat-sen University	June 19, 2017

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No	Patent	Type	Place of Registration	Application Number	Applicant	Application Date
2	Remote image reading method and remote image reading agent service system	Invention	PRC	201910152080.5	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	February 28, 2019
3	Data printing method, device, equipment and storage medium	Invention	PRC	201910152240.6	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	February 28, 2019
4	Method for detecting manganese content in whole blood	Invention	PRC	201910735142.5	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2019
5	Remote fundus photographing and reading method, photographing method and system, and photographing transfer box	Invention	PRC	201910735915.X	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	August 9, 2019
6	Chromosome N banding method	Invention	PRC	201911316879.X	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	December 19, 2019
7	Kit for detecting typhoid fever and paratyphoid fever and its application	Invention	PRC	201910910962.3	Guangzhou Daan, Yunkang Health, Chengdu Daan, Yunkang Industry, Shanghai Daan	September 25, 2019
8	Picture grade classification method, device, computer equipment and storage medium	Invention	PRC	201911283146.0	Guangzhou Daan	December 13, 2019
9	Construction method, construction device, equipment and storage medium of chromosome karyotype analysis simulation data set	Invention	PRC	202111128987.1	Guangzhou Daan	September 26, 2021

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(c) Domain names

As of the Latest Practicable Date, we owned the following domain name which we consider to be or may be material to our business:

No.	Domain Name	Registered Owner	Expiry Date
1	daanlab.cn	Guangzhou Daan	April 9, 2026
2	ykhealth.cn	Guangzhou Daan	May 13, 2021
3	yklis.com	Guangzhou Daan	July 24, 2023
4	yunkang.me	Guangzhou Daan	April 23, 2024
5	yunkanghealth.com	Guangzhou Daan	November 12, 2026
6	yktelemedicine.com	Guangzhou Daan	June 24, 2022
7	daan360.cn	Yunkang Health	August 18, 2022
8	yktelegenetics.com	Yunkang Health	February 26, 2025
9	daanj.k.com	Yunkang Health	January 31, 2023
10	yunkanghealth.com.cn	Yunkang Industry	November 20, 2022
11	yunkangcapital.com	Shenzhen Qianhai Yunkang Medical and Laboratory Management Service Co., Ltd.	July 20, 2022
12	daanlab.com	Guangzhou Daan	April 9, 2025
13	szyunkanghealth.com	Shenzhen Yunkang Doctor Group Co., Ltd (深圳雲康醫生集團有限 公司)	June 13, 2024
14	yunkangdoctor.com	Shenzhen Yunkang Doctor Group Co., Ltd	August 14, 2024

(d) Software copyrights

As of the Latest Practicable Date, we are the registered owner(s) of the following software copyrights which, in the opinion of our Directors, are material to our business:

No	Software	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration ^(Note)
1	DaAn Inspection Information Management System V1.0	PRC	Yunkang Health	2010SR056911	October 16, 2017
2	Dakang Inspection Information Management System Software V1.0	PRC	Yunkang Health	2011SR031525	October 16, 2017
3	Dacheng Food Inspection System V1.0	PRC	Guangzhou Daan	2011SR037857	June 16, 2011

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No	Software	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration ^(Note)
4	Diabetic Fundus Lesion Prevention System V1.0	PRC	Guangzhou Daan	2017SR152644	May 3, 2017
5	Kangyuan System V1.0	PRC	Yunkang Health	2015SR132605	October 16, 2017
6	Yunkang Inspection Information System V1.0	PRC	Guangzhou Daan	2017SR252347	June 9, 2017
7	Yunkang Online Quality Control Management System V1.0	PRC	Guangzhou Daan	2017SR152637	May 3, 2015
8	Susceptibility Gene Detection System V1.0	PRC	Yunkang Health	2016SR181913	October 16, 2017
9	Physical Examination System V1.0	PRC	Yunkang Health	2016SR182113	October 16, 2017
10	Yunkang Order Reservation System V1.0	PRC	Yunkang Health	2016SR181964	July 15, 2016
11	IT Service Management System V1.0	PRC	Yunkang Health	2016SR182180	October 16, 2017
12	Yunkang System V1.0	PRC	Yunkang Health	2016SR181661	October 16, 2017
13	DaAn Yunkang Medical Care Platform System V1.0	PRC	Yunkang Health	2016SR181698	October 16, 2017
14	DaAn Expert Experience Inheritance System V1.0	PRC	Yunkang Health	2016SR182195	October 16, 2017
15	Test Specimen Tracking Management System V1.0	PRC	Yunkang Health	2016SR181826	July 15, 2016
16	Community Signing and Reporting System V1.0	PRC	Yunkang Health	2016SR180590	October 16, 2017
17	Yunkang White Angel Alliance System V1.0	PRC	Yunkang Health	2016SR181409	October 16, 2017
18	Refined Management System V1.0	PRC	Yunkang Health	2016SR181960	October 16, 2017
19	Yunkang Non-invasive Prenatal High-throughput Gene Sequencing data analysis software V1.0	PRC	Guangzhou Daan	2017SR167404	May 9, 2017
20	Yunkang Remote Pathology Consultation Platform V1.0	PRC	Yunkang Health	2016SR387323	December 22, 2016
21	Baobiao System V1.0	PRC	Yunkang Health	2017SR262256	June 14, 2017
22	Medical Laboratory-Obstetrics and Gynecology Report Inquiry Platform V1.0	PRC	Yunkang Health	2018SR310932	May 7, 2018
23	Regional Medical Laboratory Quality Control Platform V1.0	PRC	Yunkang Health	2018SR310937	May 7, 2018
24	Yunkang Medical Service APP Software V1.0	PRC	Yunkang Health	2018SR311237	May 7, 2018

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No	Software	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration ^(Note)
25	Yunkang Remote Pathology Consultation Platform V1.0	PRC	Yunkang Health	2018SR311232	May 7, 2018
26	Regional Medical Cloud Base-Instrument Cloud Platform V1.0	PRC	Yunkang Health	2018SR311186	May 7, 2018
27	Yunkang Medical Inspection Management Platform V1.0	PRC	Yunkang Health	2018SR311191	May 7, 2018
28	Birth Defects Cloud Platform V1.0	PRC	Guangzhou Daan	2019SR1419235	December 24, 2019
29	Non-standard Instrument Software V1.0	PRC	Guangzhou Daan	2019SR1412222	December 23, 2019
30	Intelligent Recognition System for Diabetic Retinopathy Based on Artificial Intelligence V1.0	PRC	Guangzhou Daan	2019SR1412162	December 23, 2019
31	Yunkang Miaoyizhai APP software V1.0	PRC	Guangzhou Daan	2019SR1412234	December 23, 2019
32	Logistics Management Platform V1.0	PRC	Guangzhou Daan	2019SR1411075	December 23, 2019
33	Fundus Photo Image Transmission System V1.0	PRC	Guangzhou Daan	2019SR1419162	December 24, 2019
34	Central Library Management Platform V1.0	PRC	Guangzhou Daan	2019SR1411217	December 23, 2019
35	Yunkang IOT-PaaS Platform V1.0	PRC	Guangzhou Daan	2019SR1411281	December 23, 2019
36	Daan Medical Fundus Detection System Software V1.0	PRC	Chengdu Daan	2019SR0426228	May 6, 2019
37	Public Health Examination Information Management Software V1.0	PRC	Chengdu Daan	2019SR0426267	May 6, 2019
38	Yunkang Medical Consortium Service Platform Based on SAAS Mode V1.0	PRC	Yunkang Health	2019SR0488974	May 20, 2019
39	Two-cancer Screening Intelligent Management System V1.0	PRC	Chengdu Daan	2019SR0426257	May 6, 2019
40	Regional Medical Pathology Detection System V1.0	PRC	Chengdu Daan	2019SR0430762	May 6, 2019
41	Medical Staff Operation Management Platform V1.0	PRC	Chengdu Daan	2019SR0426219	May 6, 2019
42	Medical Report Photo Record Management System V1.0	PRC	Chengdu Daan	2019SR0430764	May 6, 2019

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No	Software	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration ^(Note)
43	Hospital Financial Settlement Center System Software V1.0	PRC	Chengdu Daan	2019SR0430571	May 6, 2019
44	Hospital Logistics Node Management System V1.0	PRC	Chengdu Daan	2019SR0426240	May 6, 2019
45	Yunkang Public Health File Management System V1.0	PRC	Yunkang Health	2019SR0488969	May 20, 2019
46	Yunkang Medical Road Logistics APP Software V1.0	PRC	Yunkang Health	2019SR0489420	May 20, 2019
47	Yunkang Doctor APP software	PRC	Yunkang Health	2019SR0489425	May 20, 2019
48	Changgeng Cloud Management Platform V1.0	PRC	Yunkang Health	2019SR0489430	May 20, 2019
49	New Coronavirus Screening Prevention and Control Platform V1.0	PRC	Guangzhou Daan, Yunkang Health	2020SR1841483	December 17, 2020
50	Yunkang Customer Management System V1.0	PRC	Guangzhou Daan, Yunkang Health	2021SR0008456	January 4, 2021
51	Susceptibility Gene Detection System V2.0	PRC	Yunkang Health	2020SR1742429	December 4, 2020
52	Yunkang Medical Platform Software V2.0	PRC	Yunkang Health	2020SR1743737	December 7, 2020
53	Non-invasive Prenatal Testing Report Query System	PRC	Yunkang Health	2020SR1743751	December 7, 2020
54	Yunkang Service App Software V2.0	PRC	Yunkang Health	2020SR1799679	December 11, 2020
55	Family Doctor Signing Service System V1.0	PRC	Yunkang Health	2021SR0014235	January 5, 2021
56	Yunkang Online Physical Examination System V2.0	PRC	Yunkang Health	2021SR0014237	January 5, 2021
57	Under Longitudinal Eyepiece Real Time Visual Field Sharing System V1.0	PRC	Yunkang Health; Guangzhou Daan	2021SR1363736	September 13, 2021
58	Yunkang Remote Pathology Mobile Film Reading System V1.0	PRC	Guangzhou Daan, Chengdu Daan	2021SR1383679	September 15, 2021

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No	Software	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration ^(Note)
59	Primary Prevention Platform for Birth Defects V1.0	PRC	Guangzhou Daan, Chengdu Daan	2021SR1383618	September 15, 2021
60	Yunkang Customer Management System V1.0	PRC	Guangzhou Daan	2020SR1209836	October 13, 2020
61	High Throughput Sequencing Bioinformatics Analysis System V1.0	PRC	Guangzhou Daan	2021SR1509201	October 14, 2021
62	Yunkang Nucleic Acid Detection Service Reservation System V1.0	PRC	Chengdu Daan	2021SR1567703	October 26, 2021

(e) Works copyrights

As of the Latest Practicable Date, we are the registered owner(s) of the following works copyrights which, in the opinion of our Directors, are material to our business:

No	Work	Place of Registration	Name of Registered Proprietor(s)	Registration Certificate Number	Date of Registration
1	Guidelines for the Application of Quality and Competence Standards in Primary Medical Laboratories in China	PRC	Guangzhou Daan	Guozuo Dengzi-2017-L-00384411	September 7, 2017
2	Quality and Ability Checklist of Primary Medical Laboratory	PRC	Guangzhou Daan	Guozuo Dengzi-2017-L-00384434	September 7, 2017

Save as aforesaid, as of the Latest Practicable Date, there were no other intellectual property rights which the Company considers to be or may be material to our business.

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C. FURTHER INFORMATION ABOUT OUR DIRECTORS

1. Particulars of Directors’ service contracts and appointment letters

(a) *Executive Director*

Our executive Director, Mr. Zhang Yong, has entered into a service contract with our Company on February 20, 2022. The initial term of their respective service contracts shall commence from the date of his appointment as a Director and continue for a period of three years after or until the third annual general meeting of our Company since the [REDACTED], whichever is earlier, and shall be automatically renewed for successive periods of three years (subject always to re-election as and when required under the Articles), until terminated in accordance with the terms and conditions of the service contract or by either party giving to the other not less than three months’ prior notice in writing.

(b) *Non-executive Directors and Independent non-executive Directors*

Each of our non-executive Director and independent non-executive Directors has entered into an appointment letter with our Company on February 20, 2022 and April 1, 2022, respectively. The initial term for their appointment letters shall commence from the date of his/her appointment as a Director and continue for a period of three years after or until the third annual general meeting of the Company since the [REDACTED], whichever is earlier, and shall be automatically renewed for successive periods of three years (subject always to re-election as and when required under the Articles), until terminated in accordance with the terms and conditions of the appointment letter or by either party giving to the other not less than three months’ prior notice in writing.

2. Remuneration of Directors

Remuneration and benefits in kind of approximately RMB24,000, RMB35,000, RMB36,000 and RMB39,000 in aggregate were paid and granted by our Group to our Directors in respect of the years ended December 31, 2018, 2019, 2020 and 2021.

Under the arrangements currently in force, our Directors will be entitled to receive remuneration and benefits in kind which, for the year ending December 31, 2022, is expected to be approximately HK\$0.83 million in aggregate (excluding discretionary bonus).

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3. Disclosure of interests

(a) *Interests and Short Positions of Our Directors and the Chief Executive of Our Company in the Share Capital of Our Company and Its Associated Corporations Following Completion of the [REDACTED]*

Immediately following completion of the [REDACTED] (assuming the [REDACTED] is not exercised), the interests or short positions of our Directors and chief executives in the Shares, underlying Shares and debentures of our Company and its associated corporations, within the meaning of Part XV of the SFO, which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she is taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be recorded in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, will be as follows:

(i) Interest in associated corporation of our Company

Name of Director	Nature of interest	Name of associated corporation	Percentage of shareholding in the associated corporation
Mr. Zhang Yong	Beneficial Owner	Huizekx Limited	100%
	Interested in a controlled corporation	YK Development	64.04%
Mr. Zhou Xinyu	Interested in a controlled corporation	Da An Gene	1.25%

(b) *Interests and Short Positions Discloseable under Divisions 2 and 3 of Part XV of the SFO*

For information on the persons who will, immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised), having or be deemed or taken to have beneficial interests or short position in our Shares or underlying shares which would fall to be disclosed to our Company under the provisions of 2 and 3 of Part XV of the SFO, or directly or indirectly be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Company, see “Substantial Shareholders.”

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Save as set out above, as of the Latest Practicable Date, our Directors were not aware of any persons who would, immediately following the completion of the [REDACTED], be interested, directly or indirectly, in 10% or more of the nominal of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group or had option in respect of such capital.

4. Disclaimers

Save as disclosed in this document:

- (a) there are no existing or proposed service contracts (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)) between our Directors and any member of the Group;
- (b) none of our Directors or the experts named in “—D. Other Information—4. Qualifications and Consents of Experts” has any direct or indirect interest in the promotion of, or in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group;
- (c) save as disclosed in this document or in connection with the [REDACTED], none of our Directors nor any of the experts named in “—D. Other Information—4. Qualifications and Consents of Experts” is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group as a whole;
- (d) taking no account of any Shares which may be taken up under the [REDACTED], so far as is known to any Director or chief executive of our Company, no other person (other than a Director or chief executive of our Company) will, immediately following completion of the [REDACTED], have interests or short positions in the Shares and underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or (not being a member of our Group), be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of our Group;
- (e) none of the Directors or chief executive of our Company has any interests or short positions in the Shares, underlying shares or debentures of our Company or its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she is taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered into the register referred

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to therein, or will be required, pursuant to the Model Code for Securities Transaction by Directors of Listed Issuers, to be notified to our Company and the Stock Exchange once the Shares are listed thereon;

- (f) save in connection with the [REDACTED], none of the experts named in “—D. Other Information—4. Qualifications and Consents of Experts”: (i) is interested legally or beneficially in any of our Shares or any shares in any of our subsidiaries; or (ii) has any right (whether legally enforceable or not) to [REDACTED] or to nominate persons to [REDACTED] securities in any member of our Group; and
- (g) none of our Directors or their respective close associates or any Shareholders of our Company (who to the knowledge of our Directors owns more than 5% of the number of our issued shares) has any interest in our five largest suppliers or our five largest customers.

D. OTHER INFORMATION

1. Estate duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

2. Litigation

As of the Latest Practicable Date, our Directors are not aware of any litigation, arbitration proceedings or claim of material importance is pending or threatened against any member of our Group that could have a material adverse effect on our financial condition or results of operations.

3. Joint Sponsors

The Joint Sponsors have made an application on our behalf to the [REDACTED] for the [REDACTED] of, and permission to [REDACTED] pursuant to the [REDACTED] and the [REDACTED] (if any). All necessary arrangements have been made to enable such Shares to be admitted into [REDACTED].

CMB International Capital Limited satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules.

SPDB International Capital Limited has declared that as regards its relationship with our Company, it is not and does not expect to be independent on the following basis:

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- (a) On February 3, 2021, YK Development, Huizekx Limited, Mr. Zhang Yong and SPDB HK entered into a share purchase agreement, pursuant to which SPDB HK purchased 100,000 ordinary Shares at a consideration of United States dollars equivalent to RMB63.0 million from YK Development. SPDB HK is a company incorporated in Hong Kong and directly holds 16.67% interest in SPDB International Capital Limited, one of the Joint Sponsors for the [REDACTED]. SPDB HK and SPDB International Capital Limited are both subsidiaries of Shanghai Pudong Development Bank Co., Ltd. For details, please see “History, Reorganization and Corporate Structure—Pre-[REDACTED].”
- (b) On February 9, 2021, YK Development as borrower, SPDB HK as lender, and Huizekx Limited and Mouduans Limited as guarantors, entered into the Offshore Facility Agreement, pursuant to which the lender extended a US\$40 million loan facility to YK Development. On February 9, 2022, the same parties entered into a New Offshore Facility Agreement pursuant to which the lender extended a US\$40 million loan facility to YK Development to fund the repayment of all amounts outstanding under the Offshore Facility Agreement. For details, please see “History, Reorganization and Corporate Structure—Facility Agreements and Security Documents.”
- (c) Gaoxin Yangguang as borrower and SPDB Guangzhou Wuyang Branch, as lender, entered into the Onshore Facility Agreements on February 20, 2021 and February 22, 2021, pursuant to which the lenders extended an approximately RMB344.21 million loan to Gaoxin Yangguang. SPDB Guangzhou Wuyang Branch is a branch of Shanghai Pudong Development Bank Co., Ltd., which is the holding company of SPDB International Capital Limited, one of the Joint Sponsors for the [REDACTED]. For details, please see “History, Reorganization and Corporate Structure—Facility Agreements and Security Documents.”

The Joint Sponsors will be paid by our Company an aggregate fee of approximately US\$1.4 million to act as joint sponsors to the Company in connection with the [REDACTED].

4. Qualifications and consents of experts

The following experts have each given and have not withdrawn their respective written consents to the issue of this document with the inclusion of their reports, letters, opinions or summaries of opinions (as the case may be) and the references to their names included herein in the form and context in which they respectively appear.

Name	Qualification
CMB International Capital Limited	Licensed under the SFO and permitted to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO
SPDB International Capital Limited	Licensed under the SFO and permitted to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO

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Name	Qualification
Zhong Lun Law Firm	Legal advisers as to PRC law
Maples and Calder (Hong Kong) LLP	Legal advisers as to Cayman Islands laws
PricewaterhouseCoopers	Certified Public Accountants under Professional Accountants Ordinance (Chapter 50 of the Laws of Hong Kong) Registered Public Interest Entity Auditor under Financial Reporting Council Ordinance (Chapter 588 of the Laws of Hong Kong)
Frost & Sullivan	Industry consultant

As of the Latest Practicable Date, none of the experts named above had any shareholding interest in our Company or any of our subsidiaries or the right or option (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

5. Taxation of holders of Shares

Hong Kong

The sale, purchase and transfer of Shares registered with our Hong Kong branch register of members will be subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.13% of the consideration or, if higher, of the value of the Shares being sold or transferred. Profits from dealings in the shares arising in or derived from Hong Kong may also be subject to Hong Kong profits tax.

Cayman Islands

Under present Cayman Islands law, there is no stamp duty payable in the Cayman Islands on transfers of Shares if they are executed and remain outside the Cayman Islands and the Company does not hold any interest in land in Cayman Islands.

Consultation with professional advisers

Potential investors in the [REDACTED] are urged to consult their professional tax advisors if they are in any doubt as to the taxation implications of [REDACTED] (or exercising rights attached to them). None of us, the Joint Sponsors, the [REDACTED], any of

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their respective directors or any other person or party involved in the [REDACTED] accept responsibility for any tax effects on, or liabilities of, any person, resulting from the [REDACTED].

6. No material and adverse change

Our Directors believe that there has been no material or adverse change in the financial or trading or prospects of our Group since April 30, 2021 (being the date to which the latest audited consolidated financial statements of our Group were prepared).

7. Promoters

We have no promoter for the purpose of the Listing Rules. Save as disclosed in this document, within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] and the related transactions described in this document.

8. Preliminary expenses

The preliminary expenses incurred by our Company in relation to our corporation were approximately RMB34,200 and have been paid by our Company.

9. Binding Effect

This document shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

10. Bilingual document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

[REDACTED]

12. Miscellaneous

- (a) Save as disclosed in this document, within the two years immediately preceding the date of this document:
 - (i) no share or loan capital or debenture of our Company or any of our subsidiaries has been issued or agreed to be issued or is proposed to be issued for cash or as fully or partly paid other than in cash or otherwise;
 - (ii) no share or loan capital of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option; and
 - (iii) no commissions, discounts, brokerage or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries;

- (b) Save as disclosed in this document:
 - (i) no founder, management or deferred shares nor any debentures of our Company or any of our subsidiaries have been issued or agreed to be issued;
 - (ii) our Company has no outstanding convertible debt securities or debentures;

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- (iii) there is no arrangement under which future dividends are waived or agreed to be waived or is agreed conditionally or unconditionally to be put under option;
 - (iv) no share or loan capital or debenture of our Company or any of our subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;
 - (v) no commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of its subsidiaries by our Company for subscribing or agreeing to subscribe, or procuring or agreeing to procure subscriptions, for any shares in or debentures of our Company or any of our subsidiaries; and
 - (vi) there has not been any interruption in the business of our Company which may have or have had a material and adverse effect on the financial position of our Company in the 12 months immediately preceding the date of this document.
- (c) Save as disclosed in “—B. Further Information about Our Business—1. Summary of Material Contracts”, none of our Directors or proposed Directors or experts (as named in this document), have any interest, direct or indirect, in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by or leased to, any member of our Group, or are proposed to be acquired or disposed of by or leased to any member of our Group.
- (d) The principle register of members of our Company will be maintained by our [REDACTED], Maples Fund Services (Cayman) Limited, in the Cayman Islands and our Hong Kong branch register of members will be maintained by our [REDACTED], in Hong Kong. Unless our Directors otherwise agree, all transfer and other documents of title of Shares must be lodged for registration with and registered by our [REDACTED] and may not be lodged in the Cayman Islands.
- (e) No company within our Group is presently listed on any stock exchange or traded on any trading system and no listing or permission to deal is being or is proposed to be sought.